



06- C-2503

CITY OF ATLANTA

SHIRLEY FRANKLIN
MAYOR

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ATLANTA, GEORGIA 30303-0300
TEL (404) 330-6100

November 20, 2006

President Lisa Borders and
Members of Atlanta City Council
City Hall, Suite 2900 South
68 Mitchell St., S.W.
Atlanta, Georgia 30303

RE: City Attorney Appointment

Dear President Borders and Members of the Council:

It is a pleasure for me to appoint Elizabeth B. Chandler as City Attorney. Ms. Chandler was Vice President for Mirant Corporation where she oversaw the comprehensive internal decision-making process and corporate compliance program, including risk assessment, monitoring and reporting to senior management and applicable board committees.

Prior to joining the Mirant Corporation's General Counsel Department, Ms. Chandler practiced with the law firm of Troutman Sanders in Atlanta. Copies of her resume are attached for your review.

I am confident that Ms. Chandler will be an asset to the City of Atlanta and the Department of Law, and I respectfully urge your confirmation of this appointment.

Sincerely,

Shirley Franklin

ELIZABETH B. CHANDLER
208 BROADLAND COURT, ATLANTA, GEORGIA 30342

EMPLOYMENT

3/2000-5/2006 *Vice President, Assistant General Counsel and Corporate Secretary*
Mirant Corporation (formerly Southern Energy, Inc.)
Atlanta, Georgia

- Key player in management team responsible for initial public offering and spin off of new Fortune 500 public company, establishing infrastructure for corporate governance programs and compliance and implementing best practices
- Designed and staffed Corporate Secretary Department and optimized productivity by effectively using technology for maintaining and sharing information internally and externally
- Acted as Chief Governance Officer responsible for Sarbanes-Oxley compliance and stockholder, board and committee affairs, including advising Chairman, CEO and Board on governance issues
- Managed comprehensive corporate compliance program including risk assessment and monitoring and reporting to senior management and applicable board committees
- Coordinated company's emergence readiness effort which entailed ensuring multiple corporate functions were prepared for emergence from Chapter 11, including fresh start accounting, exit financing, board and management transition, resolution of outstanding claims, tax planning and new governance initiatives
- Oversaw comprehensive internal decision-making process and delegations of authority, corporate organizational structure and maintenance of organizational documents
- Worked as integral team member providing legal support and compliance oversight of corporate, securities, finance, intellectual property and NYSE matters

1988-3/2000 *Partner*
Troutman Sanders LLP
Atlanta, Georgia

- Practice included a broad range of corporate and contracts matters
- Advised clients on issues related to choice of entity, acquisitions, divestitures, finance, outsourcing and general corporate matters for energy industry, both in U.S. and many international jurisdictions (Australia, Argentina, China, Caribbean and many European countries)
- Responsible for coordinating multiple legal disciplines for complex transactions, such as employment, environmental, tax, real property, intellectual property and regulatory (including local and specialized counsel)
- Participated in Project Development and Finance, Corporate and Banking, and International Practice Groups, along with firm's Legal Opinion Committee

1987-1988 *Teaching Assistant*
Department of Management, The University of Georgia School of Business
 Athens, Georgia

HONORS Leadership Georgia, Class of 1998

ACTIVITIES State Bar of Georgia, Board of Governors (2002-2003); Legal Opinion Committee,
 Corporate and Banking Law Section (1990-92)

AFFILIATIONS The University of Georgia School of Law – Capital Campaign Committee (2003-present);
 Law School Alumni Council (1999-2003); Younger Law Alumni Committee,
 Chairperson (1994-96)

The University of Georgia – National Alumni Association Board of Directors (1994-2002)

The Partnership Against Domestic Violence – Board of Directors (1994-2001)
 (Chairperson, Resource Development Committee (1999-2000))

American Corporate Counsel Association (2001-present)

American Society of Corporate Secretaries (2001-present)

Peachtree Road United Methodist Church - Trustee (2000-2003); Staff - Parish Relations
 Committee (1998)

Troutman Sanders LLP - Hiring Committee (1996-1999)

EDUCATION The University of Georgia School of Law, Athens, Georgia
 J.D., *magna cum laude*, 1988

Honors and Activities: The Order of the Coif; *Georgia Law Review*, Managing Board
 (1987-88) and Editorial Board (1986-87); Russell Competition, Best Brief Finalist;
 Edward J. Grassmann Scholarship Recipient; Third Year Class Vice-President (1987-88).

The University of Georgia, Athens, Georgia

B.B.A., *magna cum laude* with general honors in International Business, 1985

Honors and Activities: Rotary Scholarship Recipient for Summer Study in Norway (1985);
Who's Who Among Students in American Universities and Colleges (1985); Phi Kappa Phi
 (1985); Omnicron Delta Kappa (1984-85); Beta Gamma Sigma Business Honorary; Golden
 Key (1983-85); Phi Mu Sorority, Most Outstanding Senior (1985); President (1984-85);
 Nellie Hart Prince Scholarship (1984).

University of Oslo, Oslo, Norway

International Summer School, *General Studies:* International Relations and Foreign Policy,
 Summer 1985.

Nijenrode Business School of the Netherlands, The Netherlands

International Business Summer School. *General Studies:* International Business,
 Summer 1983.

ADMISSIONS State Bar of Georgia, 1988

